

RECORDATION NO. 21440-A FILED

MAR 30 '04 12:53 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

March 30, 2004

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination of Lease, dated as of March 30, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Master Railcar Lease Agreement which was previously filed with the Board under Recordation Number 21440.

The name and address of the party to the enclosed document are:

Lessor: Wells Fargo Bank Northwest, National
Association
79 South Main Street
Salt Lake City, Utah 84111

[Lessee: Consumers Energy Company
212 West Michigan Avenue
Jackson, Michigan 49201]

Mr. Vernon A. Williams
March 30, 2004
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A description of the railroad equipment covered by the enclosed document is:

227 railcars within the series ESCX 6002 - ESCX 6441 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Partial Termination of Lease.

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish extending to the right.

Robert W. Alvord

RWA/anm
Enclosures

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PARTIAL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The undersigned, WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, successor in interest to First Security Bank. National Association, as Owner Trustee, Lessor, publishes this notice that the Master Railcar Lease Agreement, dated as of May 29, 1998 (the "Lease"), between First Security Bank, National Association, as Owner Trustee, Lessor, and Consumers Energy Company, Lessee, has been terminated, in part, with respect to rail cars identified in Schedule A attached hereto.

A Memorandum of the Lease was duly filed with the Surface Transportation Board on May 29, 1998 under Recordation Number 21440.

IN WITNESS WHEREOF, Wells Fargo Bank Northwest, National Association, has caused this instrument to be executed by its officer thereunto duly authorized this 30th day of March, 2004.

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, As Owner Trustee, Lessor

By: 

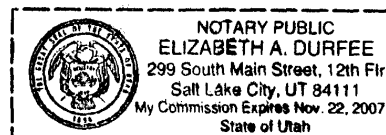
Name: Brett R. King

Title: Vice President

STATE OF UTAH

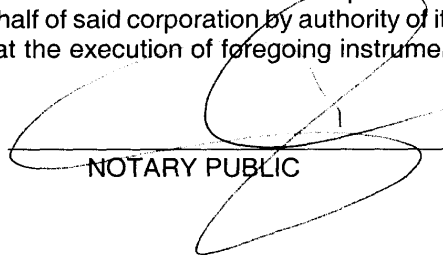
COUNTY OF SALT LAKE

)
) ss:
)



On this 30th day of March, 2004, before me personally appeared Brett R. King, to me personally known, who, being by me duly sworn, said that he/she is a Vice President of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

My commission expires:


NOTARY PUBLIC

Schedule A

ESCX 6008	ESCX 6179	ESCX 6362	ESCX 6002	ESCX 6232
ESCX 6013	ESCX 6182	ESCX 6364	ESCX 6003	ESCX 6235
ESCX 6015	ESCX 6185	ESCX 6367	ESCX 6011	ESCX 6239
ESCX 6024	ESCX 6197	ESCX 6373	ESCX 6017	ESCX 6241
ESCX 6026	ESCX 6198	ESCX 6376	ESCX 6019	ESCX 6243
ESCX 6028	ESCX 6200	ESCX 6379	ESCX 6023	ESCX 6248
ESCX 6030	ESCX 6201	ESCX 6383	ESCX 6025	ESCX 6252
ESCX 6034	ESCX 6202	ESCX 6389	ESCX 6027	ESCX 6254
ESCX 6035	ESCX 6203	ESCX 6394	ESCX 6029	ESCX 6257
ESCX 6038	ESCX 6208	ESCX 6398	ESCX 6040	ESCX 6258
ESCX 6044	ESCX 6213	ESCX 6399	ESCX 6053	ESCX 6276
ESCX 6046	ESCX 6214	ESCX 6400	ESCX 6057	ESCX 6277
ESCX 6048	ESCX 6230	ESCX 6402	ESCX 6066	ESCX 6278
ESCX 6058	ESCX 6238	ESCX 6405	ESCX 6070	ESCX 6279
ESCX 6061	ESCX 6249	ESCX 6407	ESCX 6078	ESCX 6286
ESCX 6062	ESCX 6250	ESCX 6410	ESCX 6085	ESCX 6293
ESCX 6063	ESCX 6256	ESCX 6411	ESCX 6086	ESCX 6295
ESCX 6064	ESCX 6259	ESCX 6412	ESCX 6090	ESCX 6300
ESCX 6067	ESCX 6260	ESCX 6416	ESCX 6095	ESCX 6301
ESCX 6071	ESCX 6261	ESCX 6418	ESCX 6097	ESCX 6307
ESCX 6073	ESCX 6262	ESCX 6426	ESCX 6100	ESCX 6313
ESCX 6074	ESCX 6264	ESCX 6427	ESCX 6101	ESCX 6317
ESCX 6079	ESCX 6266	ESCX 6438	ESCX 6104	ESCX 6320
ESCX 6080	ESCX 6268	ESCX 6441	ESCX 6109	ESCX 6325
ESCX 6089	ESCX 6280	ESCX 6016	ESCX 6117	ESCX 6328
ESCX 6093	ESCX 6281	ESCX 6022	ESCX 6135	ESCX 6334
ESCX 6098	ESCX 6284	ESCX 6036	ESCX 6140	ESCX 6350
ESCX 6099	ESCX 6285	ESCX 6043	ESCX 6146	ESCX 6353
ESCX 6103	ESCX 6289	ESCX 6051	ESCX 6154	ESCX 6361
ESCX 6106	ESCX 6294	ESCX 6065	ESCX 6155	ESCX 6370
ESCX 6120	ESCX 6297	ESCX 6128	ESCX 6160	ESCX 6371
ESCX 6121	ESCX 6305	ESCX 6142	ESCX 6161	ESCX 6372
ESCX 6129	ESCX 6309	ESCX 6143	ESCX 6172	ESCX 6385
ESCX 6130	ESCX 6321	ESCX 6162	ESCX 6196	ESCX 6388
ESCX 6138	ESCX 6323	ESCX 6167	ESCX 6199	ESCX 6393
ESCX 6141	ESCX 6324	ESCX 6190	ESCX 6212	ESCX 6395
ESCX 6147	ESCX 6326	ESCX 6192	ESCX 6218	ESCX 6396
ESCX 6150	ESCX 6329	ESCX 6206	ESCX 6221	ESCX 6422
ESCX 6151	ESCX 6336	ESCX 6209	ESCX 6223	ESCX 6428
ESCX 6157	ESCX 6338	ESCX 6215	ESCX 6228	ESCX 6430
ESCX 6158	ESCX 6341	ESCX 6244		
ESCX 6164	ESCX 6342	ESCX 6253		
ESCX 6165	ESCX 6343	ESCX 6263		
ESCX 6166	ESCX 6346	ESCX 6271		
ESCX 6169	ESCX 6348	ESCX 6282		
ESCX 6170	ESCX 6354	ESCX 6296		
ESCX 6173	ESCX 6357	ESCX 6303		
ESCX 6174	ESCX 6358	ESCX 6365		
ESCX 6178	ESCX 6359	ESCX 6382		